

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
STEWARD HEALTH CARE SYSTEM	§	Case No. 24-90213 (CML)
LLC, <i>et al.</i>,	§	
	§	(Jointly Administered)
Debtors.¹	§	
	§	
	§	

**DEBTORS' WITNESS AND EXHIBIT
LIST FOR HEARING ON JULY 31, 2024**

Steward Health Care System LLC and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), hereby file this witness and exhibit list (the “**Witness and Exhibit List**”) for the hearing scheduled for July 31, 2024 at 1:00 p.m. (Central Time) before the Honorable Christopher M. Lopez at the United States Bankruptcy Court for the Southern District of Texas, Courtroom 401, 515 Rusk, Houston, Texas 77002 (the “**Hearing**”):

WITNESSES

The Debtors may call any of the following witnesses at the Hearing:

1. John R. Castellano, Chief Restructuring Officer, Steward Health Care System LLC;
2. Toby King, Senior Managing Director, Leerink Partners LLC;
3. James Maloney, Managing Director, Cain Brothers, A division of KeyBanc Capital Markets Inc.;
4. Octavio J. Diaz, Chief Medical Officer, Steward Health Care System LLC

¹ A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://restructuring.ra.kroll.com/Steward>. The Debtors’ service address for these chapter 11 cases is 1900 N. Pearl Street, Suite 2400, Dallas, Texas 75201.

5. Any witness called or listed by any other party; and
6. Any rebuttal witnesses.

EXHIBITS

The Debtors may offer into evidence any one or more of the following exhibits:

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
1.	Declaration of John R. Castellano in Support of Debtors' Chapter 11 Petitions and First-Day Pleadings (Docket No. 38)				
2.	Declaration of John R. Castellano in Support of Emergency Motions of Debtors for Entry of Orders (I) Approving (A) Funding From the Commonwealth of Massachusetts for the Planned Transition and Sale of Massachusetts Hospitals, (B) the Closure of Carney Hospital and Nashoba Valley Medical Center, and (C) Procedures Related to Facility Closures; (II) Authorizing Rejection of Master Lease II Agreements in Connection with Planned Transition and Sale of Massachusetts Hospitals to New Operators; and (III) Granting Related Relief (Docket No. 1713)				
3.	Declaration of Toby King in Support of Emergency Motions of Debtors for Entry of Orders (I) Approving (A) Funding From the Commonwealth of Massachusetts for the Planned Transition and Sale of Massachusetts Hospitals, (B) the Closure of Carney Hospital and Nashoba Valley Medical Center, and (C) Procedures Related to Facility Closures; (II) Authorizing Rejection of Master Lease II Agreements in Connection with Planned Transition and Sale of Massachusetts Hospitals to New Operators; and (III) Granting Related Relief (Docket No. 1714)				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
4.	Declaration of James Moloney in Support of Emergency Motion of Debtors for Entry of Orders (I) Approving (A) Funding From The Commonwealth of Massachusetts for the Planned Transition and Sale of Massachusetts Hospitals, (B) the Closure of Carney Hospital and Nashoba Valley Medical Center, and (C) Procedures Related to Facility Closures; (II) Authorizing Rejection of Master Lease II Agreements in Connection with Planned Transition and Sale of Massachusetts Hospitals to New Operators; and (III) Granting Related Relief (Docket No. 1717)				
5.	Declaration of Octavio J. Diaz in Support of Emergency Motion of Debtors for Entry of an Order (I) Approving (A) Funding From The Commonwealth of Massachusetts for The Planned Transition and Sale of Massachusetts Hospitals, (B) the Closure of Carney Hospital and Nashoba Valley Medical Center, and (C) Procedures Related to Facility Closures; and (II) Granting Related Relief (Docket No. 1718)				
6.	Form of Payment Agreement (Commonwealth Proposal), attached as <u>Exhibit A</u> to the Hospital Funding, Closure, and Closure Procedures Motion (Docket No.1711-1)				
7.	DIP Budget, attached as <u>Schedule 1</u> to the Interim DIP Order (Docket No. 839)				
8.	<i>Master Lease Agreement (Master Lease II)</i> , by and among the lessors and lessees party thereto, dated as of March 13, 2024				
9.	<i>Amendment to Master Lease Agreement (Master Lease II – 2023 Steward ABL/FILO Refinancing)</i> , by and among MPT Operating Partnership, L.P. et al., and Steward Health Care System LLC, dated August 4, 2023				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
10.	<i>Second Amended and Restated Assignment of Rents and Leases</i> , by and among Steward Carney Hospital, Inc. and MPT of Methuen-Steward, LLC, et al., dated as of March 14, 2022				
11.	<i>Amended and Restated Assignment of Rents and Leases</i> , by and among Steward Good Samaritan Medical Center, Inc. and MPT of Methuen-Steward, LLC, et al., dated as of March 14, 2022				
12.	<i>Amended and Restated Assignment of Rents and Leases</i> , by and among Steward Holy Family Hospital, Inc. and MPT of Methuen-Steward, LLC, et al., dated as of March 14, 2022				
13.	<i>Second Amended and Restated Assignment of Rents and Leases</i> , by and among Steward Holy Family Hospital, Inc. and MPT of Methuen Steward, LLC, et al., dated as of March 14, 2022				
14.	<i>Amended and Restated Assignment of Rents and Leases</i> , by and among Morton Hospital, A Steward Family Hospital and MPT of Methuen-Steward, LLC, et al., dated as of March 14, 2022				
15.	<i>Amended and Restated Assignment of Rents and Leases</i> , by and among Steward St. Anne's Hospital Corporation and MPT of Methuen-Steward, LLC, et al., dated as of March 14, 2022				
16.	<i>Second Amended and Restated Assignment of Rents and Leases</i> , by and among Steward St. Anne's Hospital Corporation and MPT of Methuen-Steward, LLC, et al., dated as of March 14, 2022				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
17.	<i>Amended and Restated Assignment of Rents and Leases</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc. and MPT of Methuen-Steward, LLC, et al., dated as of March 14, 2022				
18.	<i>Second Amended and Restated Assignment of Rents and Leases</i> , by and among Nashoba Valley Medical Center, A Steward Family Hospital, Inc. and MPT of Methuen-Steward, LLC, et al., dated as of March 14, 2022				
19.	<i>Memorandum of Master Lease Agreement (Carney Hospital)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc., et al. and MPT of Brighton-Steward, LLC, et al., dated March 14, 2022				
20.	<i>Memorandum of Master Lease Agreement (Good Samaritan Medical Center)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc., et al. and MPT of Brighton-Steward, LLC, et al., dated March 14, 2022				
21.	<i>Memorandum of Master Lease Agreement (Holy Family Hospital-Methuen)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc., et al. and MPT of Methuen Steward, LLC, et al., dated March 14, 2022				
22.	<i>Memorandum of Master Lease Agreement (Holy Family Hospital-Haverhill)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc., et al. and MPT of Brighton-Steward, LLC, et al., dated March 14, 2022				
23.	<i>Memorandum of Master Lease Agreement (Morton Hospital)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc., et al. and MPT of Brighton-Steward, LLC, et al., dated				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
	March 14, 2022				
24.	<i>Memorandum of Master Lease Agreement (Nashoba Valley Medical Center)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc., et al. and MPT of Methuen Steward, LLC, et al., dated March 14, 2022				
25.	<i>Memorandum of Master Lease Agreement (St. Anne's Parking Lot)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc., et al. and MPT of Brighton-Steward, LLC, et al., dated March 14, 2022				
26.	<i>Memorandum of Master Lease Agreement (St. Anne's Hospital)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc., et al. and MPT of Brighton-Steward, LLC, et al., dated March 14, 2022				
27.	<i>Memorandum of Master Lease Agreement (St. Elizabeth's Medical Center)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc., et al. and MPT of Brighton-Steward, LLC, et al., dated March 14, 2022				
28.	<i>Guaranty</i> , by and among Steward Health Care System LLC and MPT of Brighton-Steward, LLC, et al., dated March 14, 2022				
29.	<i>Environmental Indemnification Agreement</i> , by and among Steward Health Care System LLC and MPT of Brighton-Steward, LLC, et al., dated March 14, 2022				
30.	<i>Non-Competition Agreement</i> , by and among Steward Health Care System LLC and MPT Operating Partnership, L.P., et al, dated March 14, 2024				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
31.	<i>Subordination, Non-Disturbance and Attornment Agreement (Master Lease II)</i> , by and among Steward St. Elizabeth's Medical Center of Boston, Inc. et al., and ACREFI CS U, LLC, dated as of March 14, 2022				
32.	<i>Second Amended and Restated Security Agreement</i> , by and among Steward Health Care System LLC, et al., and MPT of West Jordan-Steward, LLC, et al., dated as of January 2, 2024				
33.	<i>Second Amended and Restated Pledge Agreement</i> , by and among Steward Health Care System LLC, et al., and MPT of West Jordan-Steward, LLC, et al., dated as of January 2, 2024				
34.	Any pleading or other document filed with the Court on the docket of the above-captioned chapter 11 cases				
35.	Any exhibit necessary to rebut the evidence of testimony of any witness offered or designated by any other party				
36.	Any exhibit listed by any other party				

RESERVATION OF RIGHTS

The Debtors reserve the right to call or to introduce one or more, or none, of the witnesses and exhibits listed above, and further reserve the right to amend or supplement this list at any time prior to the Hearing.

Dated: July 29, 2024
Houston, Texas

/s/ Clifford W. Carlson
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*Attorneys for Debtors
and Debtors in Possession*

Certificate of Service

I hereby certify that on July 29, 2024, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Clifford W. Carlson
Clifford W. Carlson